



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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| In re: | : | |
| | : | Chapter 11 |
| T H AGRICULTURE & NUTRITION, L.L.C., | : | |
| | : | Bankr. Case No. 08-14692 |
| Debtor. | : | (REG) |
| ----- | x | |
| | | Civil Action No. 1:09-cv-6432 |
| | | (WHP) |

ORDER REGARDING THE BANKRUPTCY COURT'S CONFIRMATION OF THE FIRST AMENDED PREPACKAGED PLAN OF REORGANIZATION OF T H AGRICULTURE & NUTRITION, L.L.C. UNDER CHAPTER 11 OF THE BANKRUPTCY CODE AS MODIFIED

Upon consideration of the *Debtor's Application for District Court Affirmance of the Bankruptcy Court's Confirmation of the First Amended Prepackaged Plan of Reorganization of T H Agriculture & Nutrition, L.L.C. Under Chapter 11 of the Bankruptcy Code* (the "Application")¹ of T H Agriculture & Nutrition L.L.C. ("THAN" or the "Debtor"); and review of the record in the Debtor's bankruptcy case and the *Findings of Fact, Conclusions of Law, and Order Under 11 U.S.C. §§ 1125 and 1129(a) and (b) and Fed. R. Bankr. P. 3020 Confirming First Amended Prepackaged Plan of Reorganization of T H Agriculture & Nutrition, L.L.C. Under Chapter 11 of the Bankruptcy Code and Approving the Disclosure Statement and the Solicitation Procedures* (the "Confirmation Order"), as entered by the Honorable Robert E. Gerber of the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") on May 28, 2009 and attached hereto as Exhibit A; and upon consideration of the *First Amended Prepackaged Plan of Reorganization of T H Agriculture & Nutrition, L.L.C. Under Chapter 11 of the Bankruptcy Code* as modified on October 8, 2009 (the "Plan"), attached hereto as Exhibit B; and

¹ Capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Application or the Plan.

the order dated October 14, 2009 entered by the Bankruptcy Court approving certain non-material, clarifying modifications to the Plan (the "Modification Order") and attached hereto as Exhibit C; and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 11 U.S.C. § 524(g); and proper notice having been given; and sufficient cause having been shown therefor, it is hereby

ORDERED that pursuant to 11 U.S.C. § 524(g), the Plan, the Confirmation Order and the Modification Order are hereby adopted, approved and affirmed in all respects, including but not limited to the Asbestos PI Channeling Injunction; and it is further

ORDERED that the Debtor be, and hereby is, authorized and directed, immediately upon entry of this Order, to proceed with the implementation of the Plan and establish the Asbestos PI Trust in accordance with the Plan and the Plan Documents.

Dated: New York, New York
October 26, 2009


WILLIAM H. PAULEY III
U.S.D.J.